

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON
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AFFILIATE FIRMS

MATHEWS, DINSDALE & CLARK
TORONTO, CANADA

MATRAY, MATRAY & HALLET
BRUSSELS AND LIÈGE, BELGIUM
REGISTREED IN BELGIUM
FILED 1425

SEP 15 1992-9 50 AM

INTERSTATE COMMERCE COMMISSION

September 9, 1992

BY FEDERAL EXPRESS

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Room 2303
12th and Constitution, N.W.
Washington, D.C. 20423

Attention: Mrs. Mildred R. Lee/DOCUMENTS FOR RECORDATION

Dear Mr. Strickland:

I am an attorney representing a party to the enclosed agreement.

I have enclosed two original counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code and the regulations adopted thereto.

The document is a secondary document. The document is:

Partial Release dated as of August 31, 1992.

The primary document to which this is connected is a Fixed and Floating Charge Demand Debenture between S & P Canada II, Inc. and the Bank of Montreal, as agent for certain lenders, filed with the Commission under Recordation Number 15369.

The names and addresses of the parties of this document are as follows:

Agent:

Bank of Montreal
First Bank Tower
First Canadian Place
P.O. Box 1
Toronto, Ontario M5X 1A1 CANADA

SEP 15 9 58 AM '92

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

Mr. Sidney L. Strickland, Jr.

September 9, 1992

A description of the equipment covered by the document is as follows:

100 4750 cubic foot capacity covered hopper cars bearing marks and numbers WCFX 4500 through 4599 (inclusive)

A fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation and the enclosed copy of this letter, each stamped with your recordation number to:

Richard Demarest Yant
Seyfarth, Shaw, Fairweather & Geraldson
Suite 4200
55 East Monroe Street
Chicago, Illinois 60603

A short summary of the document to appear in the index follows:

Partial Release by Bank of Montreal covering 100 covered hopper cars, WCFX 4500 through 4599 (inclusive).

Very truly yours,

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

By


Richard Demarest Yant

RDY:lm
encl.

cc: William L. Dimitroff (w/encl.)
Philip Dabice

RECORDATION NO. 15369-A
FILED 1423

PARTIAL RELEASE

SEP 15 1992 - 9 50 AM

INTERSTATE COMMERCE COMMISSION

THIS RELEASE is executed by Bank of Montreal, individually and as agent on behalf of certain other banks ("Agent") as of August 31, 1992.

R E C I T A L S:

A. S & P Canada II, Inc. ("S&P") granted to Agent a security interest in certain railroad rolling stock bearing marks and numbers WCF# 4500 through 4599 (inclusive) (the "Cars") pursuant to a Fixed and Floating Charge Demand Debenture, which was filed with the United States Interstate Commerce Commission (the "ICC") on November 5, 1987 under Recordation No. 15368 and a Fixed and Floating Charge Demand Debenture, which was filed with the ICC on November 5, 1987 under Recordation No. 15369.

B. Agent desires to release all of its interest in the Cars.

NOW THEREFORE, Agent, for itself and as agent for certain other banks represents that it has not assigned the aforesaid interest in the Cars and hereby releases any and all right, title, interest, claim, mortgage, pledge, charge or security interest it may now have or may have had at any time in, to or relating to any of the Cars. Bank further authorizes any person to file or record this Release in any office appropriate and agrees to execute such further documents as may be necessary to evidence the intent of this Release.

(Seal)

BANK OF MONTREAL

Attest:

L. C. L. HAY

By:

Steve Kelly
Printed Name: Steve Kelly
Title: Account Manager

ACKNOWLEDGMENT

PROVINCE OF Ontario)
COUNTY OF York) SS

On this 31st day of August, 1992 before me personally appeared, Stephen Kelly, to me personally known, who being by me duly sworn, says that (s)he is the Account Manager of Bank of Manager, that ~~the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.~~ WLD
WLD

L. C. L. W. M.
Notary Public

(SEAL)

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COLOGNE, GERMANY

September 11, 1992

BY FEDERAL EXPRESS

Mrs. Mildred R. Lee
Interstate Commerce Commission
Room 2303
12th and Constitution N.W.
Washington, D.C. 20423

Re: Recordation Nos. 15368 and 15369

Dear Mrs. Lee:

Thank you for your call today. Enclosed is my firm's check in the amount of \$32.00 payable to "Interstate Commerce Commission" to cover the filing fee for the documents that you received today. I understand that you are returning to me the two checks that were erroneously made out to the "Illinois Commerce Commission".

Thank you for your assistance.

Very truly yours,

SEYFARTH, SHAW, FAIRWEATHER & GERALDSON

By


Richard Demarest Yant

RDY:lm
encl.